

386 0949 12/15/2011

Receipt Number: 11522

File Number **DL026525**



ARTICLES_OF_ORGANIZATION

For

THE DUBIN SOUTH DAKOTA LLC

Filed at the request of:

MARIA R FISCHETTI
UNITED CORPORATE SERVICES INC
TEN BANK STREET STE 560
WHITE PLAINS NY 10606

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Wednesday, December 14, 2011**


Secretary of State

Fee Received: \$150.00

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

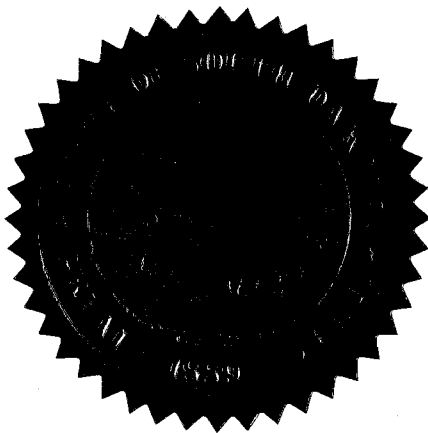
Certificate of Organization Limited Liability Company

ORGANIZATIONAL ID #: DL026525

I, Jason M. Gant, Secretary of State of the State of South Dakota, hereby certify that the Articles of Organization of **THE DUBIN SOUTH DAKOTA LLC** duly signed and verified, pursuant to the provisions of the South Dakota Limited Liability Company Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Organization and attach hereto a duplicate of the Articles of Organization.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this December 14, 2011.



Jason M. Gant
Secretary of State

386 0951 12/15/2011

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ARTICLES OF ORGANIZATION DOMESTIC LIMITED LIABILITY COMPANY

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$150 payable to SECRETARY OF STATE

Filed this 14th day of Dec, 2011
Jason Jant
SECRETARY OF STATE

RECEIVED

DEC 14 2011

S.D. SEC. OF STATE

Telephone # _____

FAX # _____

Article I

The name of the company is The Dubin South Dakota LLC

The name must contain limited liability company, limited company or the abbreviation L.L.C., LLC, L.C. or LC. Limited may be abbreviated as Ltd. and company may be abbreviated as Co.

Article II

The duration of the company if other than perpetual is _____

Article III

The address of the initial designated office in or out of the State of South Dakota where the company conducts its business.

c/o Melvin Dubin
Street Address City State ZIP+4
10 Glenwood Drive, Great Neck Estates, NY 11021
Mailing Address (Optional) City State ZIP+4

Article IV

The South Dakota Registered Agent name UCS of South Dakota, Inc.

503 South Pierre Street
Street Address (Required to be a South Dakota Address) City State ZIP+4
Pierre, South Dakota 57501-0160
Mailing Address (Optional - Required to be a South Dakota Address) City State ZIP+4

When listing a Commercial Registered Agent, please state their CRA #.
This number can be obtained from the Commercial Registered Agent.

#CR000016

Article V

The name and address of each organizer

Melvin Dubin	10 Glenwood Drive	Great Neck Estates, NY 11021
Name	Street Address	City State ZIP+4
Name	Street Address	City State ZIP+4
Name	Street Address	City State ZIP+4
Name	Street Address	City State ZIP+4

Article VI

Check one:

- ☒ The company will be member managed.
☐ The company will be manager managed.

If this company is to be manager managed, please state the name and address of each initial manager.

Manager	Street Address	City State ZIP+4
Manager	Street Address	City State ZIP+4
Manager	Street Address	City State ZIP+4

Article VII

Whether one or more of the members of the company are to be liable for its debts and obligations as set forth under SDCL 47-34A-303 (c).

Article VIII

Any other provisions not inconsistent with law, which the members elect to set out in the articles of organization.

The Articles of Organization must be executed by the organizers.

Dated ✓ Dec. 6, 2011

✓ Melvin Dubin
(Signature of an organizer)

Melvin Dubin
(Printed Name)

(Title)

Dated _____

(Signature of an organizer)

(Printed Name)

(Title)

Dated _____

(Signature of an organizer)

(Printed Name)

(Title)

Dated _____

(Signature of an organizer)

(Printed Name)

(Title)

ACCEPTANCE AS REGISTERED AGENT

OF

THE DUBIN SOUTH DAKOTA LLC

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: December 13, 2011

UCS of South Dakota, Inc.

A handwritten signature in black ink, appearing to read 'Michael A. Barr', is written over a horizontal line.

Michael A. Barr, President

503 South Pierre Street
Pierre, South Dakota 57501-0160